THE CHAMELEON CONSPIRACY
PART 1

MARVEL

67 LGY# 868

the AMAZING SPIDER-MAN

SPENCER
FERREIRA
FAUCHER
HOLLOWELL

IT'S CALLED *THE HIDING PLACE.*

NOT THE MOST *CREATIVE* OF NAMES, BUT THEN I SUPPOSE THE MEN WHO BUILT IT WASTED ALL THEIR CREATIVITY COMING UP WITH THE *ENHANCED INTERROGATION TECHNIQUES* THEY EMPLOY HERE.

IT SITS IN A MOUNTAIN RANGE JUST ON THE SYMKARIAN SIDE OF THE BORDER WITH LATVERIA.

IN THE SPIRIT OF INTERNATIONAL RELATIONS, THE SYMKARIANS WERE HAPPY TO LET THEM SET UP SHOP THERE, ON ONE CONDITION--

--THAT SYMKARIANS GET TO USE THE FACILITIES *THEMSELVES* ON OCCASION.

I *HATE* PLACES LIKE THIS. CELLS FULL OF TERRORISTS, ARMS DEALERS, AND DESPOTS GUARDED OVER BY TORTURERS WITH THEIR *OWN* AGENDAS--

--BUT I'M NOT HERE FOR ANY OF *THEM.*

KRAK

KRAK

NO, THE MAN *I'M* HERE FOR--

--HE COULD BE *ANYONE.*

DAVID.

I HELD DAVID IN MY ARMS AND FELT HIM DIE.

I CRADLED HIS HEAD IN MY HANDS, AND I CAN STILL FEEL IT--SO HEAVY.

AND NOW I'M GOING TO MEET THE MAN WHO *KILLED* HIM.

IT'S NOT THE FIRST TIME.

BUT THE LAST TIME I WAS IN THE SAME ROOM AS HIM,* I WAS WITH MY BROTHER, WHO IS THE KINDEST, NOBLEST SOUL I HAVE EVER KNOWN.

HE WOULD NEVER BE PARTY TO A *MURDER*, NO MATTER HOW MUCH IT MIGHT BE *EARNED.*

*BACK IN *ASM #836!*

NEEDLESS TO SAY--

SLAM

OPTICAL SCAN VERIFIED.

--I AM NOT MY BROTHER.

AH, THERE YOU ARE...

...TERESA PARKER.

AT LONG LAST.

HELLO, DMITRI.

BLAM!

PETER PARKER was bitten by a radioactive spider and gained the proportional speed, strength and agility of a SPIDER, adhesive fingertips and toes and the unique precognitive awareness of danger called "SPIDER-SENSE"! After the tragic death of his Uncle Ben, Peter understood that with great power there must also come great responsibility. He became the crimefighting super hero called...

The Amazing SPIDER-MAN

CHAMELEON CONSPIRACY Part 1

Peter Parker's life has been crazier than usual, causing him to lose track of several important people in his life. One such person is his old friend Betty Brant who returned to NYC, surprising Peter with the news that she is pregnant!

But some people Peter lost track of haven't forced themselves back into Peter's life. For instance, Silver Sable has been nursing herself back to health, thanks to her shady boyfriend, the Foreigner. When last we saw them, Foreigner was in league with Chameleon, but Spidey and his superspy sister, Teresa Parker, put an end to that. Teresa's interest in Chameleon was galvanized when he killed her fellow spy/boyfriend, David.

Peter has also lost track of much of his fellow grad student classmates. One of them, Jamie, enlisted Peter to help create the Clairvoyant, which can view possible futures. Peter could really use that invention to see just how his neglect is about to blow up in his face.

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BETTY BRANT.

SHE WAS MY FIRST SWEETHEART.

THEN SHE WAS THE *DAILY BUGLE'S* BEST REPORTER.

AND NOW... NOW SHE'S-- SHE'S--

BETTY, YOU'RE-- YOU'RE--

BACK IN TOWN, YES. DOCTORS DIDN'T WANT ME TO FLY, BUT HERE I AM.

THAT'S--

BURYING THE LEDE, I KNOW.

WHY DIDN'T YOU *TELL* ME?!

I THINK YOU MEAN, "WHY DIDN'T I RESPOND TO ANY OF YOUR ***SEVEN HUNDRED*** TEXTS OR VOICE MAILS, BETTY?"

AND SHE'S ***RIGHT***, OF COURSE. BUT THEN MY LIFE HAS BEEN--

--MY LIFE.

WELL, ARE YOU GONNA?

CONGRATULATIONS!

YOU SHOULD BE EXTREMELY GLAD MJ IS NOT HERE TO SEE HOW BAD YOU ARE AT THIS.

A FEW MINUTES AND COFFEES LATER...

OBVIOUSLY, THEY WERE NOT KEEN ON THE IDEA OF ME *FLYING*--BUT I TOLD THEM--THERE'S *NO WAY* I'M MISSING THIS.

IT'S THE BIGGEST STORY OF MY *CAREER*. A *REAL CHANCE* TO PROVE THE *BUGLE* CAN BE A HOME FOR INVESTIGATIVE JOURNALISM STILL.

OKAY, BUT--AND I DON'T MEAN TO BE RUDE, BUT--CAN I ASK--

ABOUT THE *FATHER?*

THAT'S ACTUALLY WHAT I WANTED TO *TALK* TO YOU ABOUT.

YOU HAVE TO PROMISE ME, THOUGH--THIS CAN'T GO BEYOND ME AND YOU. *TOP SECRET.* NOT EVEN *MARY JANE.*

BUT PETER, IT'S THE *BEST* PART.

BUT AS SOON AS SHE SAYS IT--AS SOON SHE GRABS MY HAND WITH THAT EXCITEMENT, THAT FERVOR, I KNOW IT *ISN'T.*

IN FACT, IT'S THE *WORST* POSSIBLE PART.

IT'S *NED'S.*

NOW, I KNOW WHAT YOU'RE THINKING--NED PASSED YEARS AGO, BETTY'S *DELUSIONAL.*

AND THAT'S *NOT* WHAT I'M THINKING RIGHT NOW. NOT EVEN CLOSE. AFTER ALL--

--I KNOW *NED LEEDS*--BETTY'S DEPARTED HUSBAND--WAS BACK FROM THE DEAD.

CLONED BY *THE JACKAL* ALONG WITH A WHOLE HOST OF OTHERS, MOST OF WHOM PERISHED NOT LONG AFTER.*

*BACK IN CLONE CONSPIRACY! --NL

SOME SURVIVED, THOUGH--

--AND MADE THEIR WAY OUT INTO THE WORLD.

I STARTED GETTING THESE DATA TROVES FROM AN ANONYMOUS SOURCE--REALLY *BIG DEAL* STUFF, EXPOSING A GLOBAL CONSPIRACY THE LIKES OF WHICH--

ANYWAY, I'LL GET TO THAT. EVENTUALLY, I WRITE TO THE SOURCE, I TELL THEM, "WE GOTTA MEET IN PERSON, I GOTTA VERIFY YOU'RE LEGIT"--AND SO WE SET UP A TIME AND A SECURE LOCATION.

AND PETER--

"--IT WAS *HIM.*"

"WE COULDN'T STAY TOGETHER LONG. I HAD TO DIG DEEPER INTO THE STORY.

"AND HIS...*ROLE* IN THE WHOLE ORDEAL MEANT HE NEEDED TO REMAIN *UNDERGROUND*. BUT WE MADE A PLAN TO REUNITE MONTHS DOWN THE ROAD."

TODAY.

OF COURSE, THAT MEANS HE'S GOT A PRETTY MAJOR SURPRISE COMING TO HIM. TRUTH BE TOLD, I CAN'T *WAIT* TO SEE THE LOOK ON HIS--

--FACE.

PETER, SPEAKING OF FACES-- AS SOMEONE WHO'S SPENT THE LAST EIGHT MONTHS VOMITING QUITE A BIT, I THINK I RECOGNIZE THAT LOOK.

UH--UH, SORRY, BETTY-- I, *UM*, I JUST REMEMBERED-- I GOTTA BE AT E.S.U.--

NOW?

YEAH, MY BAD-- I DOUBLE-BOOKED.

O-OKAY, BUT-- I DID WANT TO TALK TO YOU ABOUT THIS STORY. I COULD USE YOUR HELP WITH IT--

SURE. LATER TONIGHT. WE'LL CATCH UP!

NOT TONIGHT, REMEMBER? I HAVE BIG--

--PLANS.

BUT SHE DOESN'T.

SHE DOESN'T KNOW THE TRUTH ABOUT WHAT HAPPENED TO NED--

--BECAUSE I DIDN'T *TELL* HER.

WHEN ALL THE CLONES DIED, I RATIONALIZED I DIDN'T NEED TO TELL BETTY ABOUT HIS RETURN.

I FIGURED I WAS SAVING HER THE PAIN OF LOSING HIM ALL OVER AGAIN.

BUT THEN I FOUND OUT HE'D SURVIVED--

--JUST LONG ENOUGH TO BE KILLED IN A FIGHT WITH ***TASKMASTER*** AND ***BLACK ANT*** A FEW MONTHS LATER.*

AND ***AGAIN***, I THOUGHT KEEPING IT TO MYSELF WAS THE RIGHT CALL.

I DIDN'T ACCOUNT FOR THE POSSIBILITY HE MIGHT HAVE REACHED OUT TO HER. THAT THEY MIGHT HAVE...

HE TRIED TO ***WARN*** YOU, YOU IDIOT!

NO, YOU DON'T ***UNDERSTAND!*** SHE--SHE--

BETTY...

SLAM

*THIS TIME BACK IN ASM #816! --NL

NNF... YOU SHOT ME. AGAIN.

WELL, YOU KNOW WHAT THEY SAY, CHAMELEON--

--THIRD TIME'S THE CHARM.

BOF

OF COURSE. NO ONE UNDERSTANDS HOW DECEIVING APPEARANCES CAN BE BETTER THAN I, BUT IT'S HIGH TIME YOU REALIZE, MY DEAR--

--YOU DIDN'T COME HERE TO *KILL* ME.

APPEARANCES TO THE CONTRARY.

OH, I UNDERSTAND YOU HAVE THE *DESIRE*, OF COURSE. AVENGING THE DEAD LOVER-- IT'S A TALE AS OLD AS TIME.

BUT THAT'S NOT WHAT'S BEEN *GNAWING* AT THE BACK OF YOUR MIND SINCE WE LAST MET. IS IT?

NO...YOU CAME HERE BECAUSE YOU *WANT* SOMETHING.

INFORMATION.

YOU WANT TO KNOW ABOUT YOUR PARENTS.

THE FAMILY HE NEVER HAD.

"HARRY OSBORN. IT ALL STARTED WITH HIM.

"HE WANTED TO TORTURE YOUR POOR BROTHER, YOU UNDERSTAND. MAKE HIM FEEL A *NEW* KIND OF PAIN.

"SO I HAD THEM BUILT, WITH SOME HELP. PERFECT RECREATIONS OF RICHARD AND MARY PARKER.

"I SUPPOSE HE CHOSE ME FOR THE JOB BECAUSE HE KNEW MY COMMITMENT TO AUTHENTICITY. AND I CERTAINLY MADE THEM *CONVINCING.*

"*DEVASTATINGLY* CONVINCING.

"OF COURSE, HARRY NEVER QUITE GOT THE CHANCE TO ADMIRE THE WORK FIRSTHAND--"

--BUT I REMAIN QUITE *PROUD* OF THE RESULT.

KRAK

I WANT YOU TO KNOW I WON'T HOLD THIS ANGER AGAINST YOU. THAT WOULD BE... *UNFAIR.*

I CAN'T IMAGINE HOW DIFFICULT ALL THIS MUST BE FOR YOU. HE TOLD YOU ABOUT THIS, DIDN'T HE? AND YOU FELT IT--

--THAT SINKING FEELING IN YOUR GUT. *RECOGNITION.*

SHUT UP.

YOU TRIED TO JUST BRUSH PAST IT AT THE TIME, BUT EVER SINCE, YOU CAN'T LET IT GO.

SOMETHING ABOUT IT ALL JUST NEVER ADDED UP. NEVER FELT *TRUE.* NOT EVEN TO YOU.

I SAID--

--SHUT! UP!

IT'S ALL RIGHT, TERESA. THIS IS ALL A PART OF THE PROCESS. AT LEAST WE'RE FINALLY BEING *HONEST* WITH ONE ANOTHER.

YOU CAME HERE BECAUSE YOU WANT TO *KNOW*, DON'T YOU?

YOU WANT TO KNOW IF YOU'RE LIKE *THEM.*

EMPIRE STATE UNIVERSITY.

OKAY, AT LEAST *THIS* PART WASN'T A LIE...

I REALLY *DID* NEED TO SHOW MY FACE ON CAMPUS--

--IF ONLY TO KEEP WORKING ON THIS. *THE CLAIRVOYANT.*

A DEVICE MY LAB PARTNER, JAMIE TOLENTINO, INVENTED THAT CAN PREDICT THE PROBABILITY OF FUTURE EVENTS WITH *BREATHTAKING* ACCURACY--

--AT LEAST IN *THEORY.*

OKAY, BEGINNING TRIAL SEVEN-DOT-SIX. DIAGNOSTICS COMPLETE. READY WHENEVER *YOU* ARE, JAMIE.

INITIATING ENERGY TRANSFER.

CLAIRVOYANT AT SYSTEMS ACTIVATED-- ALL NORM-- *WAIT--*

VVVVVV

BATTERY OVERLOAD... TOO MUCH INPUT--

VVVVOOOOO

CRITICAL ERROR.

VOOOOOOOM

DAMN IT!

JAMIE, HEY--IT'S *OKAY*--WE'LL FIGURE IT OUT...

WE *HAD* IT FIGURED OUT, PETER. WE HAD A POWER SOURCE FOR THE CLAIRVOYANT THAT WORKED *PERFECTLY* WITHIN ITS PARAMETERS. WE JUST NEED *MORE* OF IT.

UNFORTUNATELY, YOU WON'T EVEN TELL ME WHERE YOU *GOT* IT.

JAMIE, I'M SORRY, BUT I *TOLD* YOU--

"--THERE'S NO MORE WHERE THAT CAME FROM."*

*HARD TO REPLICATE AN EXPLOSION LIKE THE ONE IN *ASM #835!* --NL

I CAN'T *BELIEVE* YOU'RE HOLDING OUT ON ME LIKE THIS! IS THIS SOME KIND OF *LEVERAGE PLAY?!*

WATCH IT, BUDDY--I GET YOU'RE UPSET, BUT DON'T TAKE IT OUT ON *ME.* BESIDES--

--IT SURE LOOKS LIKE *YOU'RE* HOLDING OUT ON *ME!*

WITH THE ENERGY READINGS THE CLAIRVOYANT HAD WHEN I BROUGHT IT *BACK,* IT SHOULD'VE BEEN GOOD FOR A *LOT* MORE TESTS BEFORE THE BATTERY RAN DRY.

SEEMS LIKE YOU'VE BEEN RUNNING TESTS *WITHOUT* ME. WHAT HAVE YOU BEEN *DOING* WITH IT, JAMIE?

WHAT I DO IS NOT YOUR CONCERN, PETER.

REMEMBER, *I'M* THE ONE WHO *INVENTED* THE DEVICE. I THOUGHT YOU WOULD BE A GOOD FIT FOR THE PROJECT--

--BUT PERHAPS I SHOULD'VE *CONSULTED* THE CLAIRVOYANT.

MAYBE THEN I WOULDN'T HAVE MADE THIS *MISTAKE.*

SLAM

WOW, *HE'S* IN A MOOD.

THEN AGAIN--

--YOU NEVER KNOW WHAT PEOPLE ARE GOING THROUGH.

PIZZA

Milky Bar

JAMIE!

ROSAMIE!

HOW'S MY FAVORITE LITTLE SISTER?

I'M YOUR ONLY LITTLE SISTER, DUMMY.

BETTER BE--

--'CAUSE I ONLY GOT ONE OF THESE.

SAVE SOME FOR TOMORROW, KIDDO.

SHE'S NOT DOING SO GOOD TODAY.

KNOCK KNOCK

HEY, MOM.

WHAT ARE YOU STILL DOING *UP?*

MAYBE WAITING FOR MY SON TO GET HOME FROM ANOTHER LONG NIGHT AT EMPIRE STATE UNIVERSITY?

IF ONLY TO HEAR HOW HE'S GOING TO TAKE OVER THE WORLD SOON WITH HIS *BRILLIANCE.*

WISH IT WERE THAT *SIMPLE.*

I'M MORE WORRIED ABOUT HOW *YOU'RE* DOING.

THE PAIN COMES AGAIN. THE DIALYSIS TREATMENT CERTAINLY *HELPS--*

--BUT THEN I SEE THE *BILLS.*

SEEING YOU *DOES* HELP ME FEEL BETTER, THOUGH.

DON'T GIVE UP HOPE, MA. I CAN SEE THE *FUTURE,* REMEMBER?

EVERYTHING IS GOING TO TURN OUT OKAY.

NOW YOU GET SOME *REST--*

"--I'LL GET THIS PLACE CLEANED UP."

KLUNP

WOW, LUCKY *ME*--

--MANAGING TO GET THE DROP ON THE LEGENDARY *CLAIRVOYANT.*

HE MUST BE *SLIPPING.*

CHANCE!

H-HOW DID YOU FIND ME?

YOU'RE *KIDDING*, RIGHT? KID, DON'T LET A FEW DRINK COMPS FOOL YOU. I'M A SERIOUS SUPER VILLAIN.

BUT BEFORE WE BEGIN, JUST A LITTLE DISCLAIMER--

"THIS IS AN ATTEMPT TO COLLECT A DEBT. ANY INFORMATION OBTAINED..."

YADDA, YADDA, YADDA-- YOU GET THE POINT, RIGHT?

TIME TO PAY UP.

"OR DID YOU THINK THE BILL WOULD *NEVER* COME DUE FOR THAT *STUNT* YOU PULLED AT THE PALACE?

"I'LL GIVE YOU CREDIT, KID--YOU WERE DOING *PRETTY WELL.*

"USING THAT CLAIRVOYANT OF YOURS TO BEAT THE HOUSE--

"--BUT LOSING JUST ENOUGH ON PURPOSE NOT TO GET YOURSELF *THROWN OUT.*

"YEAH, YOU MUST'VE BEEN RIDING *PRETTY HIGH* FOR A MINUTE.

"UNTIL THE LOSING *STOPPED* BEING ON PURPOSE.

"GUESS YOUR BABY STILL HAS SOME *KINKS* TO WORK OUT."

SO I SEE AN OPPORTUNITY FOR YOU AND ME TO *HELP* EACH OTHER.

OR AN OPPORTUNITY TO GO KILL YOUR *FAMILY.* EITHER ONE.

YOU *MONSTER! YOU STAY AWAY FROM THEM!* OR--

CAREFUL, JAMIE. DON'T MAKE ME FINISH THAT SENTENCE FOR YOU.

I'M A *NICE GUY.*

"BUT I DO HAVE PARTNERS I HAVE TO ANSWER TO."

BEGIN.

KROK

PIWAM

KRAK

CLAP CLAP CLAP CLAP CLAP CLAP

CLAP CLAP CLAP

INCREDIBLE.

FOREIGNER--

I CAN'T TELL YOU HOW *INTOXICATING* IT IS TO SEE YOU LIKE THIS AGAIN, MY DEAR.

AFTER ALL WE'VE BEEN THROUGH, YOUR RECOVERY IS A TESTAMENT TO THE POWER OF OUR *LOVE*.

HH. THAT, AND THE BEST DOCTORS MONEY CAN BUY.

BUT I HAVE BEEN *BLESSED* WITH THE RESOURCES TO AFFORD THEM.

RESOURCES I CAN'T HELP BUT NOTICE DIMINISH *DAILY*--

--THANKS TO YOUR MANY "INVESTMENTS" MADE WITH THE SYMKARIAN GOVERNMENT'S TREASURY FUND.

DARLING, I *TOLD* YOU-- WHAT'S MINE IS YOURS, AND WHAT'S YOURS IS *MINE*. I MERELY *LOANED* MYSELF WHAT WAS ABSOLUTELY NECESSARY DURING YOUR CONVALESCENCE.

AND LET ME *ASSURE* YOU, NONE OF IT HAS BEEN WASTED. IN FACT--

"--WE'VE BEEN PRESENTED WITH THE OPPORTUNITY OF A *LIFETIME.*"

SO *TRUST* ME, IF YOU DON'T WANT FOREIGNER AND HIS PUMPKIN HEADS DOWN HERE, I'D SUGGEST GETTING COOPERATIVE *REAL QUICK.*

BUT-- I DON'T KNOW WHAT YOU *WANT.* I DON'T *HAVE* ANY MONEY--

NO, YOU'VE GOT SOMETHING *BETTER.*

A WAY TO *NEVER* STOP MAKING MONEY.

A CASINO THAT CAN PREDICT THE FUTURE IS A HOUSE THAT *ALWAYS* WINS.

YOU'RE GONNA BUILD ME A CLAIRVOYANT.

I--I CAN'T.

SURE, I GET IT.

MAYBE I JUST CHECK AND SEE IF YOU'VE GOT ONE LYING AROUND IN THAT *APARTMENT* OF YOURS.

YOU DON'T UNDERSTAND-- I DON'T HAVE A SUITABLE POWER SOURCE. I'VE BEEN *TRYING*--

WELL, YOU KNOW WHAT THEY SAY-- NECESSITY IS THE MOTHER OF INVENTION. AND SPEAKING OF *MOTHERS*...

SIGH LOOK, THERE *MIGHT* BE A WAY...BUT IT'S BEEN UNDER HEAVY GUARD SINCE THE *LETHAL LEGION* TRIED TO STEAL IT.

"IT'S CALLED *THE CATALYST.*"

YOU FEEL LIKE YOU'VE SPENT YOUR ENTIRE LIFE LIVING A *LIE.*

NO--

AND YOU THOUGHT WHEN YOU WERE "REUNITED" WITH YOUR BROTHER, IT WOULD ALL MAKE SENSE. THAT IT WOULD FINALLY FEEL *RIGHT.*

BUT IT DIDN'T, DID IT? IT JUST MADE YOU FEEL LIKE EVEN MORE OF AN *IMPOSTER.*

AND SO YOU RAN AWAY. BACK TO HERE. BACK TO ALL THIS.

BACK TO *ME.*

N-NO--

NO!

I'M TERESA PARKER. I'M THE DAUGHTER OF RICHARD AND MARY PARKER, SISTER OF PETER PARKER--

OF *COURSE* YOU ARE. AND IT WOULD BE THE SIMPLEST THING IN THE WORLD TO PROVE IT. ALL YOU HAVE TO DO IS TAKE THAT GUN IN YOUR HAND, PLACE IT ON MY FOREHEAD--

--AND PULL THE TRIGGER.

BUT THEN YOU'LL NEVER GET THE ANSWERS YOU SEEK. AND RIGHT WHEN YOU WERE SO, *SO CLOSE.* IF YOU'D ONLY LET ME *HELP* YOU.

WELL, THAT DIDN'T HELP AT ALL.

TURNS OUT MY LIFE AT E.S.U. IS ALMOST AS MUCH OF A MESS AS IT IS *EVERYWHERE ELSE.*

BUT THEN, I GUESS THAT'S WHAT I *GET* FOR TRYING TO RUN AWAY FROM MY PROBLEMS.

TIME TO DO WHAT'S RIGHT, PARKER. YOU NEED TO COME CLEAN, TELL BETTY THE *TRUTH. ALL* OF IT.

SHE DESERVES TO *KNOW.*

AND *YOU* DESERVE WHATEVER YOU GET IN RETURN.

PETER?

HEY, BETTY...

I--I'M SO SORRY FOR HOW I RAN OUT LIKE THAT EARLIER. IT'S JUST--

WELL, WE NEED TO *TALK--*

I AGREE. WHY DON'T YOU COME ON IN?

WE CAN *ALL* CATCH UP.

ALL?

THERE HE IS.

YEAH--

--TALK ABOUT *SURPRISES.*

GOOD TO *SEE* YOU, OLD PAL.

NED?!

HURRY UP.

IF YOU'VE GOT *ANSWERS*, CHAMELEON--

--I'D START *TALKING.*

OH, TERESA... *I'M* NOT THE ONE YOU SHOULD BE ASKING QUESTIONS.

BUT THE PERSON BEHIND THAT DOOR MOST CERTAINLY *IS.*

EVERYTHING BOTH OF US HAVE DONE, OUR ENTIRE *LIVES*, WAS LEADING TO *THIS MOMENT.* THIS *REUNION.*

IT'S WHY I ASKED YOUR DEARLY DEPARTED DAVID WHERE THE HIDING PLACE *WAS.*

AND WHY YOU HAD ME *PLACED* HERE ONCE I WAS CAPTURED.

YOU WANT ANSWERS ABOUT *PARENTS*, TERESA. WHO BETTER TO *GIVE* THEM...

...THAN THE MAN WHO *KILLED* THEM. MEET KARL FIERS--

--THE *FINISHER.*

TO BE CONTINUED!

NEXT:

Issue #68

Let us know how we're doing! Drop us a line at SPIDEYOFFICE@MARVEL.COM!
Be sure to mark it "Okay to print"!

OTTO...

POOR, POOR OTTO...

I'M SORRY IT HAD TO BE THIS WAY, BUT WE ALL KNOW YOUR TEMPER IS--

SHOW YOURSELF, YOU COWARDLY CRETIN!

CASE IN POINT.

IF YOU *TRULY* WANT TO EXPERIENCE MY ANGER, OPEN THAT DOOR. I'LL--

AAAGGHH!

SORRY, DOC. THAT THING CRAWLING AROUND IN YOUR BRAIN DOESN'T LIKE WHEN YOU *TALK* TO ME LIKE THAT. AND FRANKLY--

--NEITHER DO *I*. ESPECIALLY WHEN I'M TRYING TO DO YOU A *FAVOR*.

WHAT DO YOU WANT, THEN?!

THE SAME THING *YOU* WANT--

--TO LEARN THE *TRUTH.*

YOU REALLY DON'T *REMEMBER,* DO YOU?

ALL THOSE *MEMORIES.* STOLEN FROM YOU.

FORCING YOU BACK TO WHO YOU *USED* TO BE.

IT'S SENT YOU SEARCHING HIGH AND LOW.

BUT I CAN *EXPLAIN* IT ALL. YOU SEE--

--YOU MADE A DEAL WITH THE *DEVIL,* OTTO.

AND SPEAKING FROM EXPERIENCE, THAT DOESN'T WORK OUT WELL FOR *ANYONE.*

BUT I CAN HELP YOU *FIX* IT.

YOU'RE *LYING!* IF YOU REALLY WANTED TO HELP ME, YOU WOULDN'T LOCK ME UP IN A CELL.

THIS *ISN'T* A CELL, DOC--

--AND YOU'RE FREE TO GO WHEREVER YOU'D LIKE.

SHUUUKKK

IN FACT, WE'RE GOING TO BE DOING QUITE A BIT OF *TRAVELING.*

SO THERE'S MY OFFER, DOCTOR OCTOPUS.

I'LL RESTORE EVERYTHING YOU LOST. MAKE YOU *WHOLE* AGAIN.

GIVE YOU THE CHANCE TO MOVE FORWARD WITH YOUR LIFE. AND ALL YOU HAVE TO DO IN RETURN, WELL--

--LET'S JUST SAY YOU'RE GOING TO NEED *FIVE MORE FRIENDS.*

SINISTER WAR

IS COMING!

ZONE